

**BEFORE THE BOARD OF OIL, GAS AND MINING
DEPARTMENT OF NATURAL RESOURCES
STATE OF UTAH**

IN THE MATTER OF THE REQUEST FOR AGENCY ACTION OF BILL BARRETT CORPORATION FOR AN ORDER MODIFYING THE BOARD'S ORDER IN CAUSE NO. 139-84 TO PROVIDE FOR THE DRILLING, ON A PILOT BASIS, OF ADDITIONAL WELLS TO ACHIEVE THE EQUIVALENT OF UP TO AN 80-ACRE WELL DENSITY PATTERN FOR THE PRODUCTION OF OIL, GAS AND ASSOCIATED HYDROCARBONS FOR THE LOWER GREEN RIVER – WASATCH FORMATIONS ON THE SECTIONAL DRILLING UNITS COMPRISED OF SECTIONS 12 AND 13, TOWNSHIP 4 SOUTH, RANGE 6 WEST, USM, DUCHESNE COUNTY, UTAH.

NOTICE OF HEARING

Docket No. 2012-010
Cause No. 139-89

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE FOLLOWING MATTER.

Notice is hereby given that the Board of Oil, Gas and Mining ("Board"), State of Utah, will conduct a hearing on WEDNESDAY, March 28, 2012, at 9:00 AM, or as soon thereafter as possible, at the County Administration Building, Commission Chambers, 197 East Tabernacle, in St. George, Utah.

The hearing will be conducted as a formal administrative adjudication in accordance with the rules of the Board as set forth in Utah Administrative Code R641 et seq. and as provided for in Utah Code Ann. § 40-6-1 et seq. and Utah Code Ann. § 63G-4-101 through 601.

The purpose of the hearing will be for the Board to receive testimony and evidence regarding a Request for Agency Action that the Board enter an Order:

1. Modifying the Board's Order entered on December 31, 2008 in Cause No. 139-84 to provide, on a pilot basis, for the drilling of additional wells, whether vertical, horizontal or a combination of both, to test the viability of up to an approximate 80-acre well density pattern for the production of oil, gas and associated hydrocarbons from the Lower Green River and Wasatch formations, in lands located in Sections 12 and 13 of Township 4 South, Range 6 West, USM, Duchesne County, Utah; and

2. Providing the orientation (stand-up or lay-down) of the 80-acres may be at the discretion of BBC; provided, however, that the orientation once selected must be consistent for each section; and
3. Providing no productive interval of any well so authorized may be located closer than 660 feet to a sectional boundary or 990 feet to another well producing from the Spaced Formations without an exception location approval obtained in accordance with Utah Admin. Code Rule R649-3-3; and
4. Making such findings and orders in connection with this Request as it deems necessary; and
5. Providing such other relief as may be just and equitable under the circumstances.

Objections to the Request for Agency Action must be filed with the Secretary of the Board at the address listed below no later than the 10th day of the month, or two weeks before the scheduled hearing, whichever is earlier. A party must file a timely written objection or other response in order to participate as a party at the Board hearing.

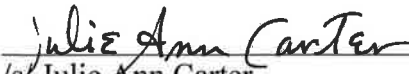
Natural persons may appear and represent themselves before the Board. All other representation by parties before the Board will be by attorneys licensed to practice law in the State of Utah, or attorneys licensed to practice law in another jurisdiction which meet the rules of the Utah State Bar for practicing law before the Utah Courts.

Persons interested in this matter may participate pursuant to the procedural rules of the Board. The Request for Agency Action, and any subsequent pleadings, may be inspected at the office of the undersigned.

Pursuant to the Americans with Disabilities Act, persons requiring auxiliary communicative aids and services to enable them to participate in this hearing should call Julie Ann Carter at (801) 538-5277, at least three working days prior to the hearing date.

DATED this 28th day of February, 2012.

STATE OF UTAH
BOARD OF OIL, GAS AND MINING
James T. Jensen, Chairman



/s/ Julie Ann Carter
Board Secretary
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84116
(801) 538-5277

CERTIFICATE OF SERVICE

I hereby certify that I caused a true and correct copy of the foregoing NOTICE OF HEARING for Docket No. 2012-010, Cause No. 139-89 to be mailed with postage prepaid, this 28th day of February, 2012, to the following:

Frederick M. MacDonald
Beatty & Wozniak, P.C.
7440 South Creek Road, Suite 300
Sandy, UT 84093

Michael S. Johnson
Assistant Attorneys General
Utah Board of Oil, Gas & Mining
1594 West North Temple, Suite 300
Salt Lake City, UT 84116
[Via Email]

Steven F. Alder
Assistant Attorneys General
Utah Division of Oil, Gas & Mining
1594 West North Temple, Suite 300
Salt Lake City, UT 84116
[Via Email]

Bill Barrett Corporation
Attention: David Watts, Landman
1099 18th Street, Suite 2300
Denver, CO 80202-1939

Bureau of Land Management
Utah State Office
Attn: Roger L. Bankert
P.O. Box 45155
Salt Lake City, UT 84145-0155

Bureau of Land Management
Vernal Field Office
Attn: Jerry Kenczka
170 South 500 East
Vernal, UT 84078

Ute Energy Upstream Holdings, LLC
1875 Lawrence St. Suite 200
Denver, CO 80202

Ute Distribution Corporation
P.O. Box 696
Roosevelt, UT 84066

Ute Indian Tribe
Energy and Mineral Dept.
P.O. Box 70
Ft. Duchesne, UT 84026

U.S. Bank, N.A.
Attn: Justin M. Alexander
950 17th St., 8th Floor
DN-CO-T8E
Denver, CO 80202

Bureau of Indian Affairs
Uintah & Ouray Reservation
P.O. Box 130
Ft. Duchesne, UT 84026



CERTIFICATE OF PUBLISHED NOTICE

I hereby certify that I caused a true and correct copy of the foregoing NOTICE OF HEARING for Docket No. 2012-010, Cause No. 139-89 to be PUBLISHED in the following newspapers on the following days:

March 4, 2012:

The Salt Lake Tribune and Deseret Morning News, newspapers of general circulation in Salt Lake City and County.

March 6, 2012:

Uintah Basin Standard, a newspaper of general circulation in Duchesne and Uintah Counties.

March 7, 2012:

The Vernal Express, a newspaper of general circulation in Daggett and Uintah Counties.

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